

Submitted: 04/21/2011 at 10:09:54  
File Number: 0004698766

**FCC Form 608 FCC Application or Notification for Spectrum Leasing Arrangement/  
Main Form Notification of a Private Commons Arrangement  
Wireless Telecommunications Bureau  
Public Safety and Homeland Security Bureau**

Approved by OMB

3060-1058

See 608 Main Form Instructions

For public burden estimate

## General Information

### Application/Notification Purpose

1a) Purpose of Filing (Select only one):	
<input type="checkbox"/> <b>LN</b> – New	<input type="checkbox"/> <b>LM</b> – Modification
<input checked="" type="checkbox"/> <b>LT</b> – Transfer of Control	<input type="checkbox"/> <b>LE</b> – Extend the Term
<input type="checkbox"/> <b>AM</b> – Amendment	<input type="checkbox"/> <b>WD</b> – Withdraw
1b) If this filing is for an Amendment (AM) or Withdrawal (WD), enter the File Number of the pending Application/Notification currently on file with the FCC.	
File Number: _____	

## Classification of Filing

### For Leases/Subleases Only

2a) Classification of Filing (Select only one):	2b) Type of Filing
<input checked="" type="checkbox"/> <b>ML</b> – Spectrum Manager	<input checked="" type="checkbox"/> <b>L</b> – Lease
<input type="checkbox"/> <b>TL</b> – <i>De Facto</i> Transfer	<input type="checkbox"/> <b>S</b> – Sublease (Must be filed Manually)

### For Private Commons Arrangements Only (Must be filed Manually)

2c) This filing will be a Private Commons Arrangement of a (Select only one):	2d) If a Private Commons Arrangement of a Lease or Sublease, choose the legal type (Select only one):
<input type="checkbox"/> <b>N</b> – License	<input type="checkbox"/> <b>M</b> – Spectrum Manager
<input type="checkbox"/> <b>L</b> – Lease	<input type="checkbox"/> <b>T</b> – <i>De Facto</i> Transfer
<input type="checkbox"/> <b>S</b> – Sublease	

### Term of Lease/Sublease (Only for Transfer of Control of a Lessee or Sublessee, or a Revision to Extend the Term of a Lease or Sublease)

3) Indicate whether the existing Lease/Sublease is:	<input type="checkbox"/> Long-Term or <input checked="" type="checkbox"/> Short-Term
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## Other Wireless Licenses

4a) Is this filing part of a series of related filings involving other wireless license(s) or lease(s) held by the Applicant, affiliates of the Applicant (e.g., parents, subsidiaries, or commonly-controlled entities), or third parties that are not included on this filing and for which Commission approval or notification is required?	<input type="checkbox"/> <b>Yes</b> <input checked="" type="checkbox"/> <b>No</b>
4b) If the answer to 4a is 'Y', is this filing the lead Application/Notification?	<input checked="" type="checkbox"/> <b>Yes</b> <input type="checkbox"/> <b>No</b>
4c) If the answer to 4a is 'Y' and the answer to 4b is 'N', provide the File Number of the lead Application/Notification.	File Number: <b>0004669383</b>

**Attachments**

5) Are attachments (other than associated schedules) being filed with this Application/Notification?	( <input checked="" type="checkbox"/> ) <u>Yes</u> <input type="checkbox"/> <u>No</u>
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**Fees and Waivers****Exemption from Application Fees**

6) Is the applicant exempt from FCC application fees?  If the answer to 6 is 'Yes', attach an exhibit demonstrating how the applicant is exempt from FCC application fees.	( <input type="checkbox"/> ) <u>Yes</u> <input type="checkbox"/> <u>No</u>
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**Waiver/Deferral of Fees**

7) Is a waiver/deferral of the FCC application fees being requested?  If the answer to 7 is 'Yes', attach a date-stamped copy of the request for waiver/deferral of the FCC application fees.	( <input type="checkbox"/> ) <u>Yes</u> <input type="checkbox"/> <u>No</u>
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**Waiver of Commission Rules**

8a) Does this filing include a request for waiver of the Commission's Rules (other than a request for application fee waivers)?  If the answer to 8a is 'Yes', attach an exhibit specifying the rule section(s) for which a waiver is being requested and including a justification for the waiver request.	( <input type="checkbox"/> ) <u>Yes</u> <input type="checkbox"/> <u>No</u>
8b) If the answer to 8a is 'Yes', enter the number of rule section(s) involved.	Number of Rule Section(s): _____

**Regulatory Status and Offerings** (To be completed only for Modification of a Lease or Modification of a Sublease)**Radio Service Offerings**

9) The Applicant will provide the following type(s) of radio service offerings (select all that apply):  ( <input type="checkbox"/> ) Common Carrier      ( <input type="checkbox"/> ) Non-common Carrier      ( <input type="checkbox"/> ) Private, internal communications      ( <input type="checkbox"/> ) Broadcast Services
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**Radio Service**

10) The Applicant will provide the following type(s) of radio service (select all that apply):  ( <input type="checkbox"/> ) Fixed      ( <input type="checkbox"/> ) Mobile      ( <input type="checkbox"/> ) Radiolocation      ( <input type="checkbox"/> ) Satellite (sound)      ( <input type="checkbox"/> ) Broadcast Services	
11) Does the Applicant propose to provide service interconnected to the public telephone network?	( <input type="checkbox"/> ) <u>Yes</u> <input type="checkbox"/> <u>No</u>

**Designated Entity Information** (If the answer to 12a, 12b or 12c is 'Yes', Schedule A must be completed.)**Bidding Credits**

12a) Does this filing involve any spectrum associated with any licenses that were originally awarded with bidding credits within the last five years?	( <input type="checkbox"/> ) <u>Yes</u> <input type="checkbox"/> <u>No</u>
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**Installment Payment Plan**

12b) Does this filing involve any spectrum associated with any licenses that were originally subject to the Commission's installment payment plan?	( <input type="checkbox"/> ) <u>Yes</u> <input type="checkbox"/> <u>No</u>
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**Closed Bidding**

12c) Does this filing involve any spectrum associated with any licenses that were originally granted pursuant to closed bidding within the last five years?	( <input type="checkbox"/> ) <u>Yes</u> <input type="checkbox"/> <u>No</u>
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## Competition Related Information

13) Does this filing involve a license authorization or Spectrum Lease/Sublease that may be used to provide interconnected mobile voice and/or data services that would create a geographic overlap with another license authorization(s) or Spectrum Leasing Arrangement(s) in which the Applicant already holds direct or indirect interests (of 10 percent or more), either as a licensee or Spectrum Lessee/Sublessee, and that could also be used to provide interconnected mobile voice and/or data services?	( <input checked="" type="checkbox"/> ) <u>Yes</u> <u>No</u>
14a) Does the Applicant (Lessee/Sublessee) hold direct or indirect interests (of 10 percent or more) in any entity that already has access to 10 MHz or more of Cellular, Broadband PCS, or Specialized Mobile Radio (SMR) spectrum through license(s) or spectrum leases/subleases in the same geographic area?	( <input type="checkbox"/> ) <u>Yes</u> <u>No</u>
14b) Would/Does this Spectrum Leasing Arrangement reduce the number of entities providing service (using spectrum in any of the three services listed in 14a above) in the affected market(s)?	( <input type="checkbox"/> ) <u>Yes</u> <u>No</u>

## Broadband Radio Service and Educational Broadband Service Information

### Broadband Radio Service (BRS) and Educational Broadband Service (EBS) – Cable Cross-Ownership

15a) Will the requested facilities be used to provide multichannel video programming service?	( <input type="checkbox"/> ) <u>Yes</u> <u>No</u>
15b) If the answer to 15a is 'Yes', does the Applicant operate, control or have an attributable interest (as defined in Section 27.1202 of the Commission's Rules) in a cable television system whose franchise area is located within the geographic service area of the requested facilities?  If 'Yes', provide an exhibit explaining how the Applicant (Lessee/Sublessee) complies with Section 27.1202 of the Commission's Rules or justifying a waiver of that rule. If a waiver of the Commission's Rule(s) is being requested, 8a must be answered 'Yes'.	( <input type="checkbox"/> ) <u>Yes</u> <u>No</u>

### Educational Broadband Service (EBS) – Part 27 Programming Requirements

16) Does the Applicant comply with the programming requirements contained in Section 27.1203 of the Commission's Rules?  If 'No', provide an exhibit explaining how the Assignee/Transferee complies with Section 27.1203 of the Commission's Rules or justifying a waiver of that rule. If a waiver of the Commission's Rule(s) is being requested, 8a must be answered 'Yes'.	( <input type="checkbox"/> ) <u>Yes</u> <u>No</u>
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## Part 90 Public Safety Services

### Eligibility

17) Is the Applicant a public safety entity or otherwise an entity that will use the leased spectrum to provide communications in support of public safety operations pursuant to Section 90.523 of the Commission's Rules?	( <input type="checkbox"/> ) <u>Yes</u> <u>No</u>
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## Licensee Information

### FRN

18) FCC Registration Number: **0001565449**

### Entity

19) Licensee is a(n) (Select One):

( ) Individual ( ) Unincorporated Association ( ) Trust ( ) Government Entity ( ) Corporation ( ) Limited Liability Company  
( ) General Partnership ( ) Limited Partnership ( ) Limited Liability Partnership ( ) Consortium  
( ) Other: \_\_\_\_\_

### Licensee Name

20) Licensee Name (if entity):

21) Licensee Name (if individual): First: MI: Last: Suffix:

22) Attention To:

### Address

23) P.O. Box: And /Or 24) Street Address:

25) City: 26) State: 27) Zip Code:

28) Telephone Number: 29) FAX Number:

30) E-Mail Address:

### 31) Demographics (Optional):

#### Race:

( ) American Indian or Alaska Native  
( ) Asian  
( ) Black or African-American  
( ) Native Hawaiian or Other Pacific Islander  
( ) White

#### Ethnicity:

( ) Hispanic or Latino  
( ) Not Hispanic or Latino

#### Gender:

( ) Male  
( ) Female

## Licensee Contact Information

Contact Name (if other than Licensee)

( ) Check here if same as Licensee Information

32) Name: First: MI: Last: Suffix:

33) Company Name:

34) Attention To:

### Address

35) P.O. Box: And /Or 36) Street Address:

37) City: 38) State: 39) Zip Code:

40) Telephone Number: 41) FAX Number:

42) E-Mail Address:

## Lessee Information

### FRN

43) FCC Registration Number: **0002576874**

### Entity

44) Lessee is a(n) (Select One):

( ) Individual ( ) Unincorporated Association ( ) Trust ( ) Government Entity ( ☒ ) Corporation ( ) Limited Liability Company

( ) General Partnership ( ) Limited Partnership ( ) Limited Liability Partnership ( ) Consortium

( ) Other: \_\_\_\_\_

### Lessee Name

45) If the Lessee name is being updated, is the update a result from the sale (or transfer of control) of the lease(s) to another party and for which proper Commission approval has not been received or proper notification not provided? ( ) Yes **No**

46) Lessee Name (if entity): **Iowa Wireless Services Holding Corporation**

47) Lessee Name (if individual): First: MI: Last: Suffix:

48) Attention To: **Michael S. Haskins**

### Name of Real Party in Interest

49) Name of Real Party in Interest: **AT&T Inc.**

50) FCC Registration Number (FRN): **0005193701**

### Address

51) P.O. Box: And /Or 52) Street Address: **4135 N.W. Urbandale Dr.**

53) City: **Urbandale** 54) State: **IA** 55) Zip Code: **50322**

56) Telephone Number: **(515)258-7000** 57) FAX Number: **(515)258-7100**

58) E-Mail Address: **mike.haskins@iwireless.com**

### 59) Demographics (Optional):

#### Race:

( ) American Indian or Alaska Native  
( ) Asian  
( ) Black or African-American  
( ) Native Hawaiian or Other Pacific Islander  
( ) White

#### Ethnicity:

( ) Hispanic or Latino  
( ) Not Hispanic or Latino

#### Gender:

( ) Male  
( ) Female

## Lessee Contact Information

Contact Name (if other than Lessee)

( ) Check here if same as Lessee Information

60) Name: First: **Tony** MI: **S** Last: **Lee** Suffix:

61) Company Name: **Venable LLP**

62) Attention To:

### Address

63) P.O. Box: And /Or 64) Street Address: **575 7th Street, N.W.**

65) City: **Washington** 66) State: **DC** 67) Zip Code: **20004**

68) Telephone Number: **(202)344-8065** 69) FAX Number: **(202)344-8300**

70) E-Mail Address: **tslee@venable.com**

## Sublessee Information

### FRN

71) FCC Registration Number:

### Entity

72) Sublessee is a(n) (Select One):

( ) Individual ( ) Unincorporated Association ( ) Trust ( ) Government Entity ( ) Corporation ( ) Limited Liability Company

( ) General Partnership ( ) Limited Partnership ( ) Limited Liability Partnership ( ) Consortium

( ) Other: \_\_\_\_\_

### Sublessee Name

73) If the Sublessee name is being updated, is the update a result from the sale (or transfer of control) of the sublease(s) to another party and for which proper Commission approval has not been received or proper notification not provided?

( ) Yes **No**

74) Sublessee Name (if entity):

75) Sublessee Name (if individual):

First:

MI:

Last:

Suffix:

76) Attention To:

### Name of Real Party in Interest

77) Name of Real Party in Interest:

78) FCC Registration Number (FRN):

### Address

79) P.O. Box:

**And  
/Or**

80) Street Address:

81) City:

82) State:

83) Zip Code:

84) Telephone Number:

85) FAX Number:

86) E-Mail Address:

### 87) Demographics (Optional):

#### Race:

( ) American Indian or Alaska Native

( ) Asian

( ) Black or African-American

( ) Native Hawaiian or Other Pacific Islander

( ) White

#### Ethnicity:

( ) Hispanic or Latino

( ) Not Hispanic or Latino

#### Gender:

( ) Male

( ) Female

## Sublessee Contact Information

**Contact Name** (if other than Sublessee)

( ) **Check here if same as Sublessee Information**

88) Name:

First:

MI:

Last:

Suffix:

89) Company Name:

90) Attention To:

### Address

91) P.O. Box:

**And  
/Or**

92) Street Address:

93) City:

94) State:

95) Zip Code:

96) Telephone Number:

97) FAX Number:

98) E-Mail Address:

## Transferee Information

### FRN

99) FCC Registration Number: **0005193701**

### Entity

100) Transferee is a(n) (Select One):

( ) Individual ( ) Unincorporated Association ( ) Trust ( ) Government Entity (☒ ) Corporation ( ) Limited Liability Company

( ) General Partnership ( ) Limited Partnership ( ) Limited Liability Partnership ( ) Consortium

( ) Other: \_\_\_\_\_

### Transferee Name

101) Transferee Name (if entity): **AT&T Inc.**

102) Transferee Name (if individual): First: MI: Last: Suffix:

103) Attention To: **William R. Drexel**

### Name of Real Party in Interest

104) Name of Real Party in Interest: **AT&T Inc.**

105) FCC Registration Number (FRN): **0005193701**

### Address

106) P.O. Box: And /Or 107) Street Address: **208 South Akard Street, Room 3305**

108) City: **Dallas** 109) State: **TX** 110) Zip Code: **75202**

111) Telephone Number: **(214)757-3350** 112) FAX Number: **(214)746-2152**

113) E-Mail Address: **william.drexel@att.com**

### 114) Demographics (Optional):

#### Race:

( ) American Indian or Alaska Native

( ) Asian

( ) Black or African-American

( ) Native Hawaiian or Other Pacific Islander

( ) White

#### Ethnicity:

( ) Hispanic or Latino

( ) Not Hispanic or Latino

#### Gender:

( ) Male

( ) Female

## Transferee Contact Information

Contact Name (if other than Transferee)

( ) Check here if same as Transferee Information

115) Name: First: MI: Last: Suffix:

116) Company Name: **AT&T Inc.**

117) Attention To: **William R. Drexel**

### Address

118) P.O. Box: And /Or 119) Street Address: **208 South Akard Street, Room 3305**

120) City: **Dallas** 121) State: **TX** 122) Zip Code: **75202**

123) Telephone Number: **(214)757-3350** 124) FAX Number: **(214)746-2152**

125) E-Mail Address: **william.drexel@att.com**

## Transferor Information

### FRN

126) FCC Registration Number: **0006184170**

### Entity

127) Transferor is a(n) (Select One):

( ) Individual ( ) Unincorporated Association ( ) Trust ( ) Government Entity (☒) Corporation ( ) Limited Liability Company

( ) General Partnership ( ) Limited Partnership ( ) Limited Liability Partnership ( ) Consortium

( ) Other: \_\_\_\_\_

### Transferor Name

128) Transferor Name (if entity): **Deutsche Telekom AG**

129) Transferor Name (if individual): First: MI: Last: Suffix:

130) Attention To: **Dan Menser**

### Address

131) P.O. Box: And /Or 132) Street Address: **12920 SE 38th Street**

133) City: **Bellevue** 134) State: **WA** 135) Zip Code: **98006**

136) Telephone Number: **(425)383-4000** 137) FAX Number: **(425)383-4840**

138) E-Mail Address: **dan.menser@t-mobile.com**

### 139) Demographics (Optional):

#### Race:

( ) American Indian or Alaska Native  
( ) Asian  
( ) Black or African-American  
( ) Native Hawaiian or Other Pacific Islander  
( ) White

#### Ethnicity:

( ) Hispanic or Latino  
( ) Not Hispanic or Latino

#### Gender:

( ) Male  
( ) Female

## Transferor Contact Information

Contact Name (if other than Transferor)

( ) Check here if same as Transferor Information

140) Name: First: MI: Last: Suffix:

141) Company Name: **Wiley Rein LLP**

142) Attention To: **Nancy J. Victory**

### Address

143) P.O. Box: And /Or 144) Street Address: **1776 K Street, NW**

145) City: **Washington** 146) State: **DC** 147) Zip Code: **20006**

148) Telephone Number: **(202)719-7344** 149) FAX Number: **(202)719-7049**

150) E-Mail Address: **nvictory@wileyrein.com**



## Ownership Disclosure Information

### FCC Form 602

151a) Is the Applicant required to file FCC Form 602, Ownership Disclosure Information for the Wireless Telecommunications Services?	( <u>Y</u> ) <u>Yes</u> <u>No</u>
151b) If the answer to 151a is 'Yes', provide the File Number of FCC Form 602 that has been filed in conjunction with this FCC Form 608 filing or that is already on file with the FCC and remains accurate.	File Number: <u>0004697294</u>

## Alien Ownership Questions

### Alien Ownership (If any answer is 'Yes', provide an attachment explaining the circumstances)

152) Is the Applicant a foreign government or the representative of any foreign government?	( <u>N</u> ) <u>Yes</u> <u>No</u>
153) Is the Applicant an alien or the representative of an alien?	( <u>N</u> ) <u>Yes</u> <u>No</u>
154) Is the Applicant a corporation organized under the laws of a foreign government?	( <u>N</u> ) <u>Yes</u> <u>No</u>
155) Is the Applicant a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	( <u>N</u> ) <u>Yes</u> <u>No</u>
156a) Is the Applicant directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country?	( <u>N</u> ) <u>Yes</u> <u>No</u>
156b) If the answer to 156a is 'Yes', has the Applicant received a ruling(s) under Section 310(b)(4) of the Communications Act with respect to the same radio service(s) and geographic coverage area(s) involved in this filing?  If the answer to 156b is 'Yes', provide in an exhibit the citation(s) of the declaratory ruling(s) received by the Applicant (i.e., DA or FCC Number, FCC Record citation when available, and release date).  If the answer to 156b is 'No', attach to this filing a date-stamped copy of a request for a foreign ownership ruling pursuant to Section 310(b)(4) of the Communications Act.	( ) <u>Yes</u> <u>No</u>

## Basic Qualification Information

### Basic Qualification Questions (If any answer is 'Yes', provide an attachment explaining the circumstances)

157) Has the Applicant or any party to this filing had any FCC station authorization, license, or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license or construction permit denied by the Commission?	( <u>N</u> ) <u>Yes</u> <u>No</u>
158) Has the Applicant or any party to this filing, or any party directly or indirectly controlling the Applicant or any party to this filing ever been convicted of a felony by any state or federal court?	( <u>N</u> ) <u>Yes</u> <u>No</u>
159) Has any court finally adjudged the Applicant or any party directly or indirectly controlling Applicant guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition?	( <u>N</u> ) <u>Yes</u> <u>No</u>

**Licensee Certification Statements**

1)	The Licensee agrees that the Lease is not a sale or transfer of the license itself.
2)	The Licensee certifies that it will not consent to assignment of the Lease except to the extent such assignment complies with the Commission's Rules and Regulations.
3)	The Licensee certifies that it holds exclusive use rights to use the licensed spectrum.
4)	The Licensee certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any federal agency.
<b>The Licensee certifies that all of its statements made in this Application/Notification and in the schedules, exhibits, attachments, or documents incorporated by reference are material, are part of this Application/Notification, and are true, complete, correct, and made in good faith.</b>	

**Type or Printed Name of Party Authorized to Sign**

160) First Name:	MI:	Last Name:	Suffix:
161) Title:			
162) Signature:		163) Date:	
<b>FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.</b>			
<b>WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).</b>			

**Lessee Certification Statements**

1)	The Lessee agrees that the Lease is not a sale or transfer of the license itself.
2)	The Lessee acknowledges that it is required to comply with the Commission's Rules and Regulations and other applicable law at all times, and if the Lessee fails to so comply, the Lease/Sublease may be revoked, cancelled, or terminated by either the Licensee or the Commission.
3)	The Lessee certifies that neither it nor any other party to the Application/Notification is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. (See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.)
4)	The Lessee hereby accepts Commission oversight and enforcement consistent with the license and lease authorization. The Lessee acknowledges that it must cooperate fully with any investigation or inquiry conducted either by the Commission or the Licensee, allow the Commission or the Licensee to conduct on-site inspections of transmission facilities, and suspend operations at the direction of the Commission or the Licensee and to the extent that such suspension of operation would be consistent with applicable Commission policies.
5)	The Lessee acknowledges that in the event an authorization held by a Licensee that has associated with it a spectrum leasing arrangement that is the subject of this filing is revoked, cancelled, terminated, or otherwise ceases to be in effect, the Lessee will have no continuing authority to use the leased spectrum and will be required to terminate its operations no later than the date on which the Licensee ceases to have any authority to operate under the license, unless otherwise authorized by the Commission.
6)	The Lessee agrees the Lease shall not be assigned to any entity that is not eligible or qualified to enter into a spectrum leasing arrangement under the Commission's Rules and Regulations.
7)	The Lessee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by spectrum lease or otherwise.
8)	The Lessee certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any federal agency.
<b>The Lessee certifies that all of its statements made in this Application/Notification and in the schedules, exhibits, attachments, or documents incorporated by reference are material, are part of this Application/Notification, and are true, complete, correct, and made in good faith.</b>	

**Type or Printed Name of Party Authorized to Sign**

164) First Name:	MI:	Last Name:	Suffix:
165) Title:			
166) Signature:		167) Date:	
<b>FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.</b>			
<b>WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).</b>			

**Sublessee Certification Statements**

1)	The Sublessee agrees that the Lease is not a sale or transfer of the license itself.
2)	The Sublessee acknowledges that it is required to comply with the Commission's Rules and Regulations and other applicable law at all times, and if the Sublessee fails to so comply, the Lease may be revoked, cancelled, or terminated by either the Licensee or the Commission.
3)	The Sublessee certifies that neither it nor any other party to the Application/Notification is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. (See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.)
4)	The Sublessee hereby accepts Commission oversight and enforcement consistent with the license and lease authorization. The Sublessee acknowledges that it must cooperate fully with any investigation or inquiry conducted either by the Commission or the Licensee, allow the Commission or the Licensee to conduct on-site inspections of transmission facilities, and suspend operations at the direction of the Commission or the Licensee and to the extent that such suspension of operation would be consistent with applicable Commission policies.
5)	The Sublessee acknowledges that in the event an authorization held by a Licensee that has entered into a spectrum leasing arrangement is revoked, cancelled, terminated, or otherwise ceases to be in effect, the Sublessee will have no continuing authority to use the leased spectrum and will be required to terminate its operations no later than the date on which the Licensee ceases to have any authority to operate under the license, unless otherwise authorized by the Commission.
6)	The Sublessee agrees the Lease/Sublease shall not be assigned to any entity that is not eligible or qualified to enter into a spectrum leasing arrangement under the Commission's Rules and Regulations.
7)	The Sublessee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by spectrum lease or otherwise.
8)	The Sublessee certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any federal agency.
<b>The Sublessee certifies that all of its statements made in this Application/Notification and in the schedules, exhibits, attachments, or documents incorporated by reference are material, are part of this Application/Notification, and are true, complete, correct, and made in good faith.</b>	

**Type or Printed Name of Party Authorized to Sign**

168) First Name:	MI:	Last Name:	Suffix:
169) Title:			
170) Signature:		171) Date:	
<b>FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.</b>			
<b>WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).</b>			

**Transferee Certification Statements**

1)	The Transferee agrees that the Lease/Sublease is not a sale or transfer of the license itself.
2)	The Transferee acknowledges that it is required to comply with the Commission's Rules and Regulations and other applicable law at all times, and if the Transferee fails to so comply, the Lease/Sublease may be revoked, cancelled, or terminated by either the Licensee or the Commission.
3)	The Transferee certifies that neither it nor any other party to the Application/Notification is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. (See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.)
4)	The Transferee hereby accepts Commission oversight and enforcement consistent with the license and lease authorization. The Transferee acknowledges that it must cooperate fully with any investigation or inquiry conducted either by the Commission or the Licensee, allow the Commission or the Licensee to conduct on-site inspections of transmission facilities, and suspend operations at the direction of the Commission or the Licensee and to the extent that such suspension of operation would be consistent with the applicable Commission policies.
5)	The Transferee acknowledges that in the event an authorization held by a Licensee that has associated with it a spectrum leasing arrangement that is the subject of this filing is revoked, cancelled, terminated, or otherwise ceases to be in effect, the Transferee will have no continuing authority to use the leased spectrum and will be required to terminate its operations no later than the date on which the Licensee ceases to have any authority to operate under the license, unless otherwise authorized by the Commission.
6)	The Transferee agrees the Lease shall not be assigned to any entity that is not eligible or qualified to enter into a spectrum leasing arrangement under the Commission's Rules and Regulations.
7)	The Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by spectrum lease or otherwise.
8)	The Transferee certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any federal agency.
<b>The Transferee certifies that all of its statements made in this Application/Notification and in the schedules, exhibits, attachments, or documents incorporated by reference are material, are part of this Application/Notification, and are true, complete, correct, and made in good faith.</b>	

**Type or Printed Name of Party Authorized to Sign**

172) First Name: <b>William</b>	MI: <b>R</b>	Last Name: <b>Drexel</b>	Suffix:
173) Title: <b>Sr. VP &amp; Assistant General Counsel</b>			
174) Signature: <b>William R Drexel</b>		175) Date: <b>04/21/2011</b>	
<b>FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.</b>			
<b>WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).</b>			

**Transferor Certification Statements**

1)	The Transferor certifies either (1) that control of the Lessee/Sublessee will not be transferred until consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the Lease/Sublease is subject to streamlined notification procedures for <i>pro forma</i> transfers of control. See Section 1.948(c)(1) of the Commission's Rules.
2)	The Transferor certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any federal agency.
<b>The Transferor certifies that all of its statements made in this Application/Notification and in the schedules, exhibits, attachments, or documents incorporated by reference are material, are part of this Application/Notification, and are true, complete, correct, and made in good faith.</b>	

**Type or Printed Name of Party Authorized to Sign**

176) First Name: <b>Wolfgang</b>	MI:	Last Name: <b>Kopf</b>	Suffix:
177) Title: <b>Sr. VP - Public and Regulatory Affairs</b>			
178) Signature: <b>Wolfgang Kopf</b>		179) Date: <b>04/21/2011</b>	
<b>FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.</b>			
<b>WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).</b>			

**Private Commons Manager Certification Statements**

1)	The Licensee/Lessee/Sublessee manager of the Private Commons certifies that it will retain <i>de facto</i> control of the use of the spectrum under the Private Commons arrangement, including that it will maintain reasonable oversight over the users' use of the spectrum under the arrangement so as to ensure that the use of the spectrum, and communications equipment employed, comply with all technical and service rules applicable under the license authorization.
2)	The Licensee/Lessee/Sublessee manager of the Private Commons arrangement certifies that it will maintain the ability to ensure that users under the arrangement comply with all the technical and service rules applicable under the license authorization.
<b>The Licensee/Lessee/Sublessee manager of the Private Commons arrangement certifies that all of its statements made in this Notification and in the schedules, exhibits, attachments, or documents incorporated by reference are material, are part of this Notification, and are true, complete, correct, and made in good faith.</b>	

**Type or Printed Name of Party Authorized to Sign**

180) First Name:	MI:	Last Name:	Suffix:
181) Title:			
182) Signature:		183) Date:	
<b>FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.</b>			
<b>WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).</b>			

**License Authorization(s) or Identifiers (pertaining to Lease(s)/Sublease(s)/Private Commons) Associated with the Spectrum To Be Included in the Filing**

184) Call Sign(s) or Lease/Sublease/ Private Commons Identifier(s)	185) Radio Service Code	186) Location Number	187) Path Number (Microwave only)	188) Frequency Number	189) Lower Frequency (MHz)	190) Upper Frequency (MHz)
<b>L000007750</b>	<b>AW - AWS, 1710-1755/2110- 2155 MHz bands</b>					
<b>L000007751</b>	<b>AW - AWS, 1710-1755/2110- 2155 MHz bands</b>					

\* Note: Questions 186 – 190 are for New Leases involving spectrum associated with site-based authorizations when only a portion of the licensed locations, paths and/or frequencies will be leased.



**Schedule for Transfer of Control of a Lessee or a Sublessee**

**Transaction Information**

**Transaction Occurrence**

1a) Has this Transfer of Control already occurred?	( <input type="radio"/> ) <u>Yes</u> <input checked="" type="radio"/> <u>No</u>
1b) If the response to Item 1a is 'Yes', provide the date the transaction occurred (MM/DD/YYYY):	_____

**Voluntary or Involuntary (Select Only One)**

2) The Transfer of Control is:	( <input checked="" type="radio"/> ) Voluntary ( <input type="radio"/> ) Involuntary
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**Pro Forma**

3) Is this application a <i>pro forma</i> Transfer of Control?	( <input type="radio"/> ) <u>Yes</u> <input checked="" type="radio"/> <u>No</u>
--	---

**Forbearance Notification**

4) If <i>pro forma</i> , is this a post-consummation notification that is being filed under the Commission's forbearance procedures pursuant to Section 1.948(c)(1) of the Commission's Rules?	( <input type="radio"/> ) <u>Yes</u> <input checked="" type="radio"/> <u>No</u>
--	---

**Type of Transfer**

5) How will/has the Transfer of Control be/been accomplished? ( <input type="radio"/> ) Court Order ( <input type="radio"/> ) Reorganization or Liquidation ( <input checked="" type="radio"/> ) Transfer of Stock or Other Ownership Interests ( <input type="radio"/> ) Other (Voting Trust Agreement, Management Contract, etc.)
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Attachment(s):

Type	Description	Date Entered
O	<a href="#">Second Signature of Transferor</a>	04/20/2011
O	<a href="#">Lead Application Information</a>	04/13/2011

**Lead Application Information**

This Application is one of a group of applications being filed in connection with the proposed transfer of control of all the licenses and authorizations held by T-Mobile USA, Inc. and its subsidiaries from Deutsche Telekom AG to AT&T Inc. The Applicants have designated the application being filed concurrently to transfer control of T-Mobile License LLC from Deutsche Telekom AG to AT&T Inc. (File No. 0004669383) as the lead wireless radio services application for the transaction. Accordingly, the Applicants hereby incorporate by reference all exhibits of the lead application.

**Second Signature of Transferor**

The internal governance policies of transferor, Deutsche Telekom AG (“DT”), require the signatures of two legal representatives of DT to legally bind the company. Wolfgang Kopf, Senior Vice President – Public and Regulatory Affairs, is signing this FCC application form on behalf of DT. Because the form provides for only one transferor signature, the Applicants have attached this exhibit so as to include a second “Transferor Certification Statements” page containing the certification and signature of Volker Stapper, Vice President International Competition and Media Policy.

**Transferor Certification Statements**

1)	The Transferor certifies either (1) that control of the Lessee/Sublessee will not be transferred until consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the Lease/Sublease is subject to streamlined notification procedures for <i>pro forma</i> transfers of control. See <i>Memorandum Opinion and Order</i> , 13 FCC Rcd. 6293 (1998).
2)	The Transferor certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any federal agency.
<b>The Transferor certifies that all of its statements made in this Application/Notification and in the schedules, exhibits, attachments, or documents incorporated by reference are material, are part of this Application/Notification, and are true, complete, correct, and made in good faith.</b>	

**Type or Printed Name of Party Authorized to Sign**

176) First Name: Volker	MI:	Last Name: Stapper	Suffix:
177) Title: Vice President International Competition and Media Policy			
178) Signature: /s/ Volker Stapper		179) Date: 04/21/2011	
<b>WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).</b>			